

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

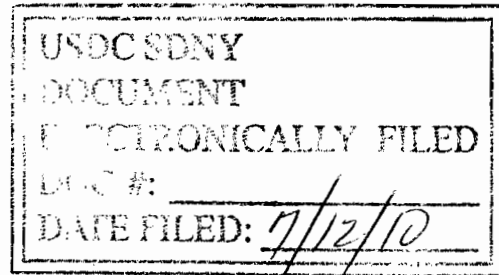
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ABU DHABI COMMERCIAL BANK, KING :  
COUNTY, WASHINGTON, SEI :  
INVESTMENTS COMPANY, Together and :  
On Behalf of All Others Similarly Situated, :  
:

Plaintiffs, :  
:

vs. :  
:

MORGAN STANLEY & CO. :  
INCORPORATED, MORGAN STANLEY & :  
CO. INTERNATIONAL LIMITED, THE :  
BANK OF NEW YORK MELLON (f/k/a THE :  
BANK OF NEW YORK), QSR :  
MANAGEMENT LIMITED, MOODY'S :  
INVESTORS SERVICE, INC., MOODY'S :  
INVESTORS SERVICE LTD., STANDARD :  
& POOR'S RATINGS SERVICES, THE :  
McGRAW HILL COMPANIES, INC., :  
CHEYNE CAPITAL MANAGEMENT :  
LIMITED, CHEYNE CAPITAL :  
MANAGEMENT (UK) LLP, CHEYNE :  
CAPITAL INTERNATIONAL LIMITED, :  
:

Defendants. :  
-----X



08 Civ. No. 7508 (SAS)

ECF Case

**STIPULATION AND ORDER OF DISMISSAL WITH PREJUDICE OF  
ALL CLAIMS AGAINST DEFENDANTS CHEYNE CAPITAL MANAGEMENT  
LIMITED, CHEYNE CAPITAL MANAGEMENT (UK) LLP  
AND CHEYNE CAPITAL INTERNATIONAL LIMITED**

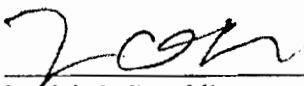
IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned  
counsel on behalf of Cheyne Capital Management Limited, Cheyne Capital Management  
(UK) LLP, and Cheyne Capital International Limited (the "Cheyne Defendants"), and Plaintiffs  
Abu Dhabi Commercial Bank, King County, Washington, and SEI Investments Company  
(collectively, the "Plaintiffs") as follows:

1. All claims against the Cheyne Defendants are hereby dismissed, with prejudice, pursuant to Rule 41(a) of the Federal Rules of Civil Procedure.

2. The Cheyne Defendants and each Plaintiff shall each bear its own costs of suit, including attorneys' fees.

3. The Cheyne Defendants have agreed to provide certain discovery. The Cheyne Defendants agree that the Court will retain jurisdiction solely to resolve any discovery disputes between the Cheyne Defendants and Plaintiffs. By so agreeing, the Cheyne Defendants will not have been taken to have submitted to the jurisdiction of the New York courts in connection with the merits of Plaintiffs' claims.

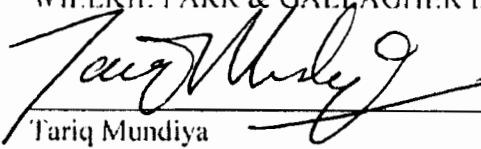
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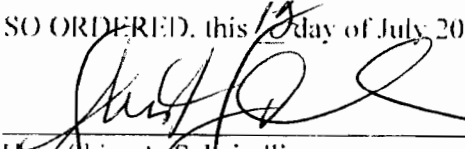
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Attorneys for Defendants Cheyne Capital  
Management Limited, Cheyne Capital  
Management (UK) LLP and Cheyne Capital  
International Limited

(Docket  
No 151)

SO ORDERED, this 12 day of July 2010:

  
Hon. Shira A. Scheindlin  
United States District Judge

Luke O. Brooks  
Jason C. Davis  
100 Pine Street, Suite 2600  
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Telephone: (415) 288-4545

*Attorneys for Plaintiffs*